

**THE COMPANIES ACT, 2013**  
**COMPANY LIMITED BY SHARES**  
**\*MEMORANDUM OF ASSOCIATION**  
**OF**  
**TRISTAR MANAGEMENT SERVICES PRIVATE LIMITED**

- I. The name of the company is **TRISTAR MANAGEMENT SERVICES PRIVATE LIMITED**.
- II. The Registered office of the Company will be situated in the State of Maharashtra, i.e. within the jurisdiction of Registrar of Companies, Maharashtra at Mumbai.
- III. A. The Objects to be pursued by the Company on its incorporation are:-
  1. To carry on the business of providing the business support services relating to marketing, Production, Finance, accounts, data collection, data sorting, data analysis, Human Resource services, Call centres, Bills collection, Direct or indirect marketing of products of clients, after sales services, administration support services, labour contractor, recruitment agency, appointment, hiring, seconding and/or supplying manpower, human resources of all types and/or grades and skills to facilitate handling, carrying out, processing, managing, controlling, facilitating documentation, documentary services, maintenance, upkeeping, and services, undertaking and or completion of any works, projects, assignments, contracts, joint ventures and to do all incidental acts and things necessary for the attainment of foregoing objects.
- B. Matters which are necessary for furtherance of the objects specified in clause III(A) are:-
  2. To purchase or otherwise acquire and sell, exchange, surrender, lease, mortgage, charge, convert, hold, dispose of and deal in real and personal property and rights of all kinds and in particulars, land, buildings, flats, houses, dwellings, mines, quarries, hereditaments, business concerns and undertakings, debenture- stocks, mortgages, debentures, produce, concessions, options, contracts, patents, annuities, licenses, stocks, shares, securities, bonds policies, book debts, and claims, against such property or against any persons or company and to carry on any business, concern or undertaking so acquired in connection with main object of the company.
  3. To buy, sell, manufacture, repair, alter and exchange, let on hire, export, Import and deal in all kinds of articles and things which may be required for the purpose of any of main business in this Memorandum contained or which may seem capable of being profitably dealt with in connection with any of the said businesses covered in the main object.
  4. To advance, deposit or lend money, securities and property (not amounting to the business of banking as defined under the Banking Regulations Act, 1949) to or with such persons, firms or bodies corporate as the Company may think fit and in particular to customers and other having

*\*Adopted new set of Memorandum of Association vide Special resolution passed by the Members of the Company at the Extra Ordinary General Meeting of the Company held on Saturday, January 06, 2024.*

dealing with the company and on such terms as may seem expedient and to discount, buy, sell and deal in bills, notes, warrants, coupons and other negotiable or transferable securities or documents and to guarantee performance of any contract by any such person for the purpose of main objects.

5. To guarantee the payment of money secured by or payable under or in respect of bonds, debentures, debenture-stock, contracts, mortgages, charges, obligations and other securities of any company or any authority, Central, State, Municipal, Local or otherwise or of any person whatsoever, whether, incorporated or not incorporated and to transact all kinds of guarantee business and to further transact all kinds of trusts and agency.
6. Subject to the provisions of the Companies Act, 2013, and the rules framed there under and directions issued by Reserve Bank of India from time to time may be applicable to receive money, securities, valuables of all kinds on deposit or safe custody (not amounting to the business of banking as defined under the Banking Regulation Act, 1949) and to borrow or false money in such manner as the company shall think it and in particular by issue of debenture or debenture stocks (perpetual or otherwise) and to secure the repayment of any money so borrowed, raised or awning by mortgage, charge or lien upon all or any of the Company's property (both present and future) Including its uncalled capital and also by a similar mortgage, charge or lien to secure and guarantee the performance by the company or any other company or body corporate of any obligation undertaken by the company or any other person or company, as the case may be.
7. To draw, make, accept, endorse, discount, execute and issue promissory notes, hundies, bills of exchange, bill of lading, warrants, debentures and other negotiable and transferable Instruments and to open an account or accounts with any schedules bank or banks and to pay into and to withdraw money from such account or accounts.
8. To invest and deal with the money of the Company not immediately required in such manner as the Company may deem fit to the attainment of main objects of the company.
9. To communicate with chambers of commerce and other mercantile and public bodies throughout the world and concert and promote measures for the protection of the trade, industry and persons engaged therein.
10. To subscribe to, become a member of, subsidise and co-operate with any other association, whether incorporated or not, whose objects are altogether or in part similar to those of the Company and to procure from and communicate to and such association, such information as may be likely to further the objects of the company.
11. To undertake building contract, enlarge, remove, pull down, replace, maintain, Improve, develop, work, control and manage any buildings, offices, factories, mills, ships, machinery and other works and conveniences which the company may think directly or indirectly conducive to its objects and connected with the main line of business which the company will carry on or advance the Interests of the company and to contribute or otherwise assist or take party in the construction, maintenance, development, working, control and management thereof and to join with any other person or company doing any of these things for the purpose of main objects.

12. To Improve, manage develop, grant right or privileges in respect of otherwise deal with all or any part of the property and rights of the company.
13. To vest and real or personal property rights or interest acquired by or belonging to the company in any person or company on behalf of or for the benefit of the company and with or without any declared trust in favour of the company.
14. To purchase, take on lease, exchange, hire or otherwise acquire any movable or immovable property and any rights or privileges which the company may think necessary or convenient for the purpose of its business.
15. To apply for, purchase or otherwise acquire, protect and renew in any part of the world, patent, licences, concessions, patent rights, trade marks, designs and like, conferring any exclusive or non-exclusive or limited right to their use, any secret or other information regarding any invention or research which may seem capable of being used for any of the purposes of the company of the acquisition of which may seem calculated directly or indirectly to benefit the company and to use, develop or grant licence in respect thereof or otherwise tum to account the right of information so acquired and to expend money in experimenting upon, testing or Improving any such patents, rights or inventions.
16. To acquire and undertake the whole or any part of the business property or liability of any person, firm or body corporate, carrying on or proposing to carry on any business which the company is authorized to carry on or having property suitable for the purposes of the company or which can be canted on the conjunction therewith or which is capable of being conducted so directly or indirectly to benefit the company.
17. To enter into any arrangements with any Government or any Authority, supreme, municipal, local or otherwise that may seem beneficial to any of the company's objects and to apply for, promote and obtain any act of parliament, privilege, concession, license or authorization of the Government or any other authority local or otherwise, for enabling the company to carry on any of Its objects effectively or for extending any of the powers of the company and to carry out, exercise and comply with any such Act, privilege, concession, license or authorization.
18. To pay for any rights or property acquired by the company and to remunerate any person, company or public bodles whether by cash payment or by allotment of shares, debentures or other securities of the company credited as paid up in full or in part or otherwise.
19. To amalgamate, enter into partnership or into any arrangement for sharing profits, union of interests, co-operation, joint venture or reciprocal concession or for limiting competition with any person, firm or body corporate whether in India or outside carrying on or engaged in or about to carry on or engage in any business or transaction which the company is authorized to carry on or engage in or which can be carried on in conjunction therewith or which is capable of being conducted so as directly or indirectly to benefit the company and further to enter into any arrangement or contract with any person, association or body corporate whether in India or outside for technical collaboration, technical known-how, or for such other purpose that may seem calculated beneficial and conducive to the objects of the company.

20. To establish, promote or concur in establishing or promoting any company or companies for the purpose of acquiring all or any of the rights liabilities and properties of that company or companies or for any other purpose which may seem directly calculated to benefit the company and to place or guarantee the placing of, underwrite, subscribe for or otherwise acquire all or any part of the shares, debentures or other securities of any such other company or companies.
21. To lease, let out on hire, mortgage, pledge, hypothecate, sell or otherwise dispose of the whole or any part of the undertaking of the company or any land, business, property, rights or assets of any kind of the company or any share of interest therein respectively in such manner and for such consideration as the company may think it and in particular for shares, debentures or securities of any other body corporate having objects altogether or in part similar to those of the company.
22. To establish and equip laboratories and carry on analytical, experimental and other work or undertaking and search in relation of the objects of the company.
23. To pay any premium or salaries and to pay for any property, rights or privileges acquired by the company or for services rendered or to be rendered in connection with the promotion, formation of or the business of the company or for services rendered or to be rendered by any person, firm or body corporate in placing or assisting to place or guaranteeing the placing of any of shares of the company or any debentures, debenture stock or other securities of the company or otherwise either wholly or partly in cash or in shares, bonds, debentures or other securities of the company and to issue any such shares either as fully paid up or with such amount credited as paid up thereon as may be agreed upon and to charge any such bonds, debentures or other securities upon all or any part of the property of the company.
24. To pay out of the funds of the company all costs, charges and expenses preliminary and incidental to the promotion, formation, establishment and registration of the company and to take into consideration and to approve and confirm all acts, deeds and things that may be done or entered into with any person, firm or body corporate by the promoters of the company and further to enter into any agreement, arrangement or contract with the promoters and to reimburse them for all costs and expenses that may be incurred by them in or in connection with the formation or promotion of the company.
25. To adopts such means of making known the product, business and interests of the company as it may deem expedient and in particular by advertising in the press, radio, television and cinema, by circulars, by purchase, constructions and exhibition of work of art or general Interest, by publication of book and by granting prizes, rewards and donations subjects to the provisions of law.
26. To procure the company to be registered or recognized in any part of the world outside the Union of India.
27. To establish and maintain or procure the establishment and maintenance of any provident fund or any contributory or non- contributory pension or superannuation fund and to give or procure the giving of donations, gratuities, pensions, allowances, emoluments, bonus, profit sharing bonus, benefits or any other payment to any person who are or where at any time in the, employment or service of the company or its predecessors in business or of any company which

is a subsidiary of the company or is allied to or associated with the company or any such subsidiary or who are or were at any time Directors or officers of the company or any such other company as aforesaid and the wives, widows, families, dependents or connections of any such persons and to provide for the welfare of all or any of the aforesaid persons from time to time by subscribing, subsidising or contributing to any institutions, associations, funds, clubs, trusts, profits sharing or other schemes and by building or contributing to the building of dwelling houses or quarters and by providing, subscribing or contributing towards places of instructions and recreation, hospitals and dispensaries, medical and other attendance and to make payments to or towards the insurance of any such person as aforesaid and to do any of the matters aforesaid either alone or in conjunction with any such other company as aforesaid.

28. To aid pecuniarily or otherwise any association, body or movement having for its objects any solution, settlement or surmounting of Industrial problems or the promotion of industries or trade.
29. To subscribe in donate to or guarantee money for national philanthropic, charitable, benevolent, public general or useful object, fund or organization, association or institution or for any exhibition or for any purpose which may be likely directly or indirectly to further the objects of the company or the interest of its members subject to the provisions of the Companies Act, 2013.
30. To make arrangements with person engaged in any trade, business or profession of the concession of the company's members, ticket-holders and their friends, of any special rights, privileges and advantages and in particular in regard to the supply of goods.
31. On winding up of the company, to distribute all or any of the property of the company amongst the members in specie or in kind or proceeds of sale or disposal of any property of the company but so that no distribution amounting to a reduction of capital be made except with the sanction (if any) for the time being required by law and subject further to section 205 of the Companies Act, 2013.
32. To do all or any of the above things in any part of the world as principals, agents, contractors, trustees, attorneys, agents or otherwise and either alone or in conjunction with others and to establish offices, agencies or branches for carrying on any of the aforesaid objects in India or elsewhere in the world and to undertake the management of any company having objects altogether or in part similar to those of the company.
33. To carry on the business of transport and any other business whether being conveniently be carried on in connection with the objects belonging to the company or in which the company may be interested.
34. To enter into any arrangements with any government or authority that may seem conducive to the attainment of the Company's objects or any of them and to obtain from any such Government or authority any rights, privileges, licences and concessions which the Company may consider necessary or desirable to obtain.
35. To donate or gift or receive gift in cash or in kind including for any national, charitable, benevolent, public purposes for promotion and growth of national economy and for discharging

social and moral responsibilities of the Company to the society or to any institution, club, society, research, association, University, College or in favour of any government or any public institution(s) or organizations or person(s) subject to provisions of Companies Act, 2013.

36. To give donations and to advanced and lent to any person(s), Institution(s), organizations on such terms and conditions and with or without Interest or concessional rate of interest as may seem expedient for the fulfilment of the objects contained in the above clause, subject to the provisions of Companies Act, 2013.
37. To undertake, carry out, promote and sponsor or assist any programme for promoting the social, cultural and economic welfare of or the uplift of the public in any rural or backward area and to incur any expenditure on any programme of Rural Development and to assist the execution and promotion thereof either directly or through an Independent agency or otherwise without prejudice to the generality of the foregoing the terms "Programme for Rural Development" "Rural Area" and "Backward Area" shall have the same meaning as contemplated under the provision of the Income-Tax 1961 or any other law relating to rural or backward area development any of the above mentioned objects of purposes and to transfer without consideration or at a fair or concessional value the ownership of any property of the Company to or in favour of any public institution(s) or organization(s) or person(s).
38. To open Bank Accounts of all nature including overdraft accounts and to operate the same and to avail all nature of credit facilities.
39. To give guarantee for the performance or discharge of any obligations, liabilities, duties or the payments of moneys by any persons, firms and companies or Governments or State and to give indemnities of all kinds.
40. To borrow or raise money other than Public Deposits in such manner as the Company shall think fit, and in particular by the Issue of debentures, or debenture stock (perpetual or otherwise) and to secure repayment of any money borrowed, raised, or owing, by mortgage, charge, or lien upon the whole or any part of the Company's property or assets (whether present or future), including its uncalled capital, and also by a similar mortgage, charge or lien to secure and guarantee the performance by the Company of any obligation or liability it may undertake provided the Company shall not carry on Banking business as defined in the Banking Regulation Act, 1949.

- IV. \*\*\*\*The Share Capital of the Company is Rs. 5,50,00,000/- (Rupees Five Crore Fifty Lakhs Only) divided into 55,00,000 (Fifty-Five Lakhs) Equity Shares of Rs. 10/- (Rupees Ten) each.

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**\*\*The Authorised Share Capital of the Company was increased from Rs. 20,00,000/- to Rs. 1,00,00,000/- vide special resolution passed by the shareholders of the Company at the Annual General Meeting held on November 30, 2021.**

**\*\*\* The Authorised Share Capital of the Company was increased from Rs. 1,00,00,000/- to Rs. 1,50,00,000/- vide Ordinary resolution passed by the shareholders of the Company at the Extra Ordinary General Meeting held on March 04, 2024.**

**\*\*\*\* Pursuant to Merger of SNP Corporate Services Private Limited (the "Transferor Company") with Tristar Management Services Private Limited (the "Transferee Company), the Authorized Share Capital of the Company was increased from Rs. 1,50,00,000/- to Rs. 3,00,00,000 vide order of Regional Director dated August 27, 2024.**

**\*\*\* The Authorised Share Capital of the Company was increased from Rs. 3,00,00,000/- to Rs. 5,50,00,000/- vide Ordinary resolution passed by the shareholders of the Company at the Extra Ordinary General Meeting held on September 04, 2025.**

We, the several persons, whose names and addresses are hereunder subscribed, are desirous of being formed into a Company, in pursuance of this Memorandum of Association, and we respectively agree to take the number of shares in the Capital of the Company set opposite our respective names.

Name, Address, description and occupation of each Subscribers	Number of Equity Shares taken by each Subscriber	Signature of Subscribers	Signature of witness and his name, address description and occupation
<p>Mr. Hiteish Veljibhai Jashi S/o Late Veljibhai Jashi F/605, Dheeraj Residency, 6th Floor, M. G. Road, Kandivali (West), Mumbai-67.</p>	<p>5000 (Five thousand Equity shares)</p>	<p>Hiteish Jashi</p>	<p><u>WITNESS TO ALL</u> A A Vakilna AASHISH ANIL VAKILNA S/O ANIL RAMAKANT VAKILNA B/12, DM MODINAGAR CHS LTD, MATHURADAS ROAD, KANDIVALI (WEST) MUMBAI 400067</p>
<p>Service Mrs. Parvati Hiteish Jashi d/o Ashwin Thanky F/605, Dheeraj Residency, 6th floor, M. G. Road, Kandivali (West), Mumbai-67. Service</p>	<p>5000 (Five thousand Equity shares)</p>	<p>PH Jashi</p>	<p><u>OCCUPATION</u> PRACTISING (CHARTERED ACCOUNTANT)</p>
<p>TOTAL :</p>	<p>10000 (Ten thousand equity shares)</p>	<p>For TRISTAR Management Services P. Ltd. PH Jashi Director DIN-00395837</p>	

Date : 27/4/2009  
Place: Mumbai

For TRISTAR Management Services P. Ltd.

Hiteish Jashi  
Director  
DIN-00395819

